

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY**

**FEE APPLICATION COVER SHEET FOR (I) THE INTERIM PERIOD  
OF MAY 10, 2023 THROUGH SEPTEMBER 29, 2023, AND (II) FOR THE  
FINAL PERIOD OF MAY 10, 2023 THROUGH SEPTEMBER 29, 2023**

BED BATH & BEYOND INC., <i>et al.</i> , <sup>1</sup>	Applicant: Alvarez & Marsal North America, LLC (“A&M”)
Case No: 22-14539 (JKS)	Client: Official Committee of Unsecured Creditors
Chapter: 11	Case Filed: April 23, 2023

**SECTION I  
FEE SUMMARY**

Combined ☒ Interim Fee Application No. 1 and ☒ Final Fee Applications

Summary of the Amounts Requested for the Interim Period from  
May 10, 2023 through September 29, 2023 (the “Interim and Final Application Period”)

Summary of Amounts Requested for Previous Periods

	<u>FEES</u>	<u>EXPENSES</u>
Total Previous Fees and Expenses Requested:	\$3,237,648.00	\$9,852.95
Total Fees Allowed To Date:	\$2,590,118.40	\$9,852.95
Total Retainer (If Applicable):	N/A	N/A
Total Holdback:	\$647,529.60	\$0.00
Unpaid Amount:	\$647,529.60	\$0.00
Total Received By Applicant:	\$2,590,118.40	\$9,852.95

<sup>1</sup> The last four digits of Debtor Bed Bath & Beyond Inc.’s tax identification number are 0488. A complete list of the Debtors in these Chapter 11 Cases and each such Debtor’s tax identification number may be obtained on the website of the Debtors’ proposed claims and noticing agent at <https://restructuring.ra.kroll.com/bbby>. The location of Debtor Bed Bath & Beyond Inc.’s principal place of business and the Debtors’ service address in these Chapter 11 Cases is 650 Liberty Avenue, Union, New Jersey 07083.

## SECTION I (CONTINUED)

## FEE SUMMARY

Professional	Position	Billing Rate	Interim and Final Hours	Interim and Final Fees
Howe, Christopher	Managing Director	\$ 1,350	13.5	\$ 18,225.00
Goulding, Jon	Managing Director	1,300	23.6	30,680.00
Hoeinghaus, Allison	Managing Director	1,250	36.9	46,125.00
Greenberg, Mark	Managing Director	1,200	315.1	378,120.00
Gonzalez, Andrea	Managing Director	1,075	16.1	17,307.50
Waldie, Bill	Managing Director	1,075	29.1	31,282.50
Russell, Kimberly	Managing Director	1,025	3.6	3,690.00
Niemeyer, Mark	Managing Director	900	37.6	33,840.00
Jacobs, Kevin	Senior Advisor	1,350	4.9	6,615.00
Seaway, Bill	Senior Advisor	1,300	1.5	1,950.00
Buich, Melissa	Senior Director	975	25.4	24,765.00
Hyak, Tim	Senior Director	975	3.5	3,412.50
Yudell, Vance	Senior Director	975	49.9	48,652.50
Zimet, Lee	Senior Director	975	1.4	1,365.00
Waschitz, Seth	Senior Director	950	0.9	855.00
Brouwer, Matthew	Senior Director	900	592.8	533,520.00
Bresnahan, Thomas	Senior Director	875	60.4	52,850.00
Lee, Julian	Director	750	42.3	31,725.00
Gosau, Tracy	Director	660	236.3	155,958.00
Hernandez, Dylan	Manager	800	32.9	26,320.00
Hurley, Stephen	Manager	775	60.5	46,887.50
Londo, Mason	Manager	775	70.6	54,715.00
Brown, Katie	Manager	650	23.9	15,535.00
Bunyan, Richard	Manager	650	267.6	173,940.00
Shank, Adam	Manager	650	23.0	14,950.00
Strong, Nichole	Manager	650	32.4	21,060.00
Ashraf, Farris	Senior Associate	700	3.2	2,240.00
Chung, Angelina	Senior Associate	700	5.3	3,710.00
Dinh, Riley	Senior Associate	700	18.6	13,020.00
Kerrigan, Madalyn	Senior Associate	675	26.3	17,752.50
O'Sullivan, Brendan	Senior Associate	675	23.5	15,862.50
Sinclair, Gibbons	Senior Associate	675	623.7	420,997.50
Blanchard, Madison	Senior Associate	575	96.4	55,430.00
Cox, Allison	Senior Associate	575	40.5	23,287.50
Fischer-Hafner, Rudolf	Senior Associate	575	112.6	64,745.00
Lei, Katie	Associate	600	1.6	960.00
Schoenbrun, Max	Associate	600	63.9	38,340.00
Sterling, Andrew	Associate	600	414.1	248,460.00
Zvinashe, Primrose	Associate	600	7.8	4,680.00
Hill, Michael	Associate	575	7.2	4,140.00
Myers, Haleigh	Associate	500	218.0	109,000.00
Schoerner, Christian	Associate	500	43.0	21,500.00
Tran, Annie	Associate	500	269.1	134,550.00
Choi, Won	Associate	400	146.5	58,600.00
Desai, Bijal	Analyst	525	339.5	178,237.50
Warren, Matthew	Analyst	450	106.2	47,790.00
<b>Total</b>			<b>4,572.7</b>	<b>\$ 3,237,648.00</b>

<p style="text-align: center;"><b>SECTION I (CONTINUED)</b> <b>FEE SUMMARY</b></p>
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**Interim and Final Application Period:**

Interim and Final Fee Total:	\$3,237,648.00
Interim and Final Fee Application Preparation:	\$12,500.00
Interim and Final Disbursement (Expenses) Total:	\$9,852.95
<b>Total Interim and Final Fees and Expenses:</b>	<b>\$3,260,000.95</b>

**SECTION II  
SUMMARY OF SERVICES**

<b>Project Category</b>	<b>Interim and Final Hours</b>	<b>Interim and Final Fees</b>
Asset Sales	237.8	\$ 182,520.00
Business Plan	27.2	21,925.00
Case Administration	29.1	30,085.00
Cash Budget	458.3	358,502.50
Claims / Liabilities Subject to Compromise	86.0	74,280.00
Contracts	14.7	9,165.00
Court Attendance / Participation	55.2	45,217.50
Employee Matters	322.0	261,877.50
Fee Statements	46.4	35,107.50
Financial & Operational Matters	630.4	441,865.00
Financing Matters (DIP, Exit, Other)	74.5	69,660.00
Firm Retention	17.7	15,107.50
General Correspondence with Debtor & Debtors' Professionals	15.4	13,450.00
General Correspondence with Other Professionals	2.1	2,520.00
General Correspondence with UCC & UCC Counsel	45.0	45,107.50
Insurance Matters	42.9	38,872.50
Intercompany Claims	21.7	14,287.50
Miscellaneous Motions	93.6	84,012.50
Plan of Reorganization / Disclosure Statement	69.8	65,782.50
Potential Avoidance Actions / Litigation Matters	1,723.0	996,245.50
SOFAs & SOALs	195.0	137,880.00
Tax Matters	63.5	64,740.00
Valuation	285.1	217,197.50
Travel <sup>1</sup>	16.3	12,240.00
<b>Total</b>	<b>4,572.7</b>	<b>\$ 3,237,648.00</b>

<sup>1</sup> As a client accommodation, Alvarez & Marsal North America, LLC is only seeking payment of 50% of fees incurred for non-working travel

<p style="text-align: center;"><b>SECTION III</b> <b>SUMMARY OF DISBURSEMENTS</b></p>
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<b>Expense Type</b>	<b>Interim and Final Expenses</b>
Airfare	\$2,249.48
Lodging	3,539.96
Meals	348.29
Miscellaneous	2,981.02
Transportation	734.20
<b>Total</b>	<b>\$9,852.95</b>

<p style="text-align: center;"><b>SECTION IV</b> <b>CASE HISTORY</b></p>
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- (1) Date cases filed: April 23, 2023
- (2) Chapter under which cases commenced: Chapter 11
- (3) Date of Retention: May 10, 2023
- (4) Summarize in brief the benefits to the estate and attach supplements as needed during the Interim and Final Application Period:
  - (a) A&M analyzed the Debtors' weekly cash budgets and budget-to-actual cash variances, analyzed actual daily cash receipts and disbursements, reviewed weekly operational updates, and prepared cash flow presentations for the Committee
  - (b) A&M reviewed numerous motions and orders to ensure the authority sought by the Debtors was reasonable
  - (c) A&M reviewed and summarized historical financial and operating data, including documentation posted to the Debtors' virtual data room
  - (d) A&M analyzed the Statements of Financial Affairs ("SOFA") and Schedules of Assets and Liabilities ("SOAL") to evaluate the Debtors' financial position and prepetition transactions, and prepared a SOFA/SOAL presentation for the Committee
  - (e) A&M prepared benchmarking analyses to assess the fee structures of several of the Debtors' professionals
  - (f) A&M analyzed the Debtors' prepetition executive compensation and prepared several related reports for the Committee
  - (g) A&M reviewed documentation posted to the Debtors' virtual data room and documents responsive to the Committee's discovery requests, and maintained a due diligence request list to monitor documents requested and received
  - (h) A&M analyzed the proposed DIP financing to assist Committee counsel in drafting a DIP objection, developing demonstratives for a DIP objection, and developing a DIP settlement structure
  - (i) A&M monitored the asset sale and lease sale process, including developing a lease bid/rejection tracker and attending related hearings, and corresponded with the Debtors' professionals regarding the status of asset sales and lease sales, terminations and rejections
  - (j) A&M conducted research pertaining to potential asset recoveries, including an analysis of the Debtors' historical transactions and solvency
  - (k) A&M regularly participated in calls with the Committee, Committee counsel, and the Debtors' professionals
  - (l) A&M reviewed the plan administrator agreement, developed a plan administrator task list, analyzed cash sources and uses and reviewed administrative and priority expenses in preparation for the plan effective date
  - (m) To the extent not addressed by the foregoing descriptions, A&M performed other services on behalf of the Committee that were necessary and appropriate during these chapter 11 cases

In support of this Statement, the following exhibits are annexed hereto:

- Exhibit A – Retention Order
- Exhibit B – A&M’s itemized daily time records for the Interim and Final Application Period
- Exhibit C – A&M’s itemized expense records for the Interim and Final Application Period
- Exhibit D – Certification of Mark Greenberg

I certify under penalty of perjury that the foregoing is true and correct.

Dated: November 10, 2023

/s/ Mark Greenberg  
Mark Greenberg

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY

**Caption in Compliance with D.N.J. LBR 9004-1(b)**

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In re:

BED BATH & BEYOND INC., *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No: 23-13359 (VFP)

(Jointly Administered)

**COMBINED FIRST INTERIM AND FINAL FEE APPLICATION OF ALVAREZ &  
MARSAL NORTH AMERICA, LLC, FINANCIAL ADVISOR TO THE OFFICIAL  
COMMITTEE OF UNSECURED CREDITORS, FOR ALLOWANCE OF  
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR ((I) THE INTERIM  
PERIOD OF MAY 10, 2023 THROUGH SEPTEMBER 29, 2023, AND ((II) FOR THE  
FINAL PERIOD OF MAY 10, 2023 THROUGH SEPTEMBER 29, 2023**

Alvarez & Marsal North America, LLC (“A&M”), financial advisor to the Official  
Committee of Unsecured Creditors (the “Committee”) appointed in the above-captioned jointly

<sup>1</sup> The last four digits of Debtor Bed Bath & Beyond Inc.’s tax identification number are 0488. A complete list of the Debtors in these Chapter 11 Cases and each such Debtor’s tax identification number may be obtained on the website of the Debtors’ proposed claims and noticing agent at <https://restructuring.ra.kroll.com/bbby>. The location of Debtor Bed Bath & Beyond Inc.’s principal place of business and the Debtors’ service address in these Chapter 11 Cases is 650 Liberty Avenue, Union, New Jersey 07083.



administered chapter 11 cases of Bed Bath & Beyond, Inc., *et al.* (the “Debtors”), hereby submits this first interim and final application (the “Application”) pursuant to sections 330 and 331 of Title 11 of the United States Code, Rule 2016 of the Federal Rules of Bankruptcy Procedure, D.N.J. LBR 2016-1, and the *Administrative Fee Order Establishing Procedures for the Allowance and Payment of Interim Compensation and Reimbursement of Expenses of Professionals Retained by Order of This Court* entered on May 17, 2023 [Doc. No. 377] (the “Administrative Fee Order”). Pursuant to 11 U.S.C. § 330 *et seq.*, A&M hereby seeks through this Application interim allowance of compensation in the amount of \$3,250,148.00 in professionals’ fees and \$9,852.95 in expenses, for a total award of compensation and reimbursement of expenses in the amount of \$3,260,000.95 (the “Interim Amount”) incurred as financial advisor to the Committee from May 10, 2023 through September 29, 2023<sup>1</sup> (the “Interim and Final Application Period”), and final allowance of \$3,250,148.00 in professionals’ fees and \$9,852.95 in expenses, for a total award of compensation and reimbursement of expenses in the amount of \$3,260,000.95 (the “Final Amount”) incurred as financial advisor to the Committee during the Interim and Final Application Period. In support hereof, A&M represents as follows:

### **JURISDICTION AND VENUE**

1. The Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334, and the Standing Order, dated July 23, 1984, referring all cases under the Bankruptcy Code to the bankruptcy judges for this District, as amended on September 18, 2012. Standing Order of Reference 12 1 (Simandle, C.J.).
2. Venue is proper in this District pursuant to 28 U.S.C. §§ 1408 and 1409.
3. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2),

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<sup>1</sup> Compensation includes \$12,500.00 for preparation of the Application

and the Court may enter a final order consistent with Article III of the United States Constitution.

4. The statutes and associated rules that form the bases for the relief requested herein are sections 328(a), 330, 331, and 1103 of the Bankruptcy Code, Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Local Bankruptcy Rule 2016 1.

### **BACKGROUND**

5. On April 23, 2023 (the “Petition Date”), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The Debtors are operating their businesses and managing their properties as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

6. On April 24, 2023, the Court entered an order [Docket No. 75] authorizing the joint administration and procedural consolidation of the Debtors’ chapter 11 cases pursuant to Bankruptcy Rule 1015(b). No request for has been made for the appointment of a trustee or examiner in these chapter 11 cases.

7. On May 5, 2023, the United States Trustee for the District of New Jersey (the “U.S. Trustee”) appointed an official committee of unsecured creditors pursuant to section 1102 of the Bankruptcy Code (the “Committee”) [Docket No. 218].

8. On May 10, 2023, the Committee selected A&M to serve as financial advisor to represent them in these Chapter 11 Cases.

9. On May 17, 2023, the Court entered the Administrative Fee Order, which sets forth the procedures for interim compensation and reimbursement of expenses for all professionals in these cases.

10. On June 8, 2023, the Committee filed its application to retain A&M as financial

advisor (the “Retention Application”) [Docket 661].

11. On June 16, 2023, this Court entered an order granting the Retention Application, authorizing and approving the employment of A&M as financial advisor to the Committee effective as of May 10, 2023 (the “Retention Order”) [Docket 755], which is attached hereto as **Exhibit A**.

12. On September 14, 2023, the Court entered the Findings of Fact, Conclusions of Law, and Order (I) Approving the Disclosure Statement on a Final Basis and (II) Confirming the Second Amended Joint Chapter 11 Plan of Bed Bath & Beyond Inc. and Its Debtor Affiliates (the “Confirmation Order”) [Docket No. 2172], pursuant to which the Court approved and confirmed the Second Amended Joint Chapter 11 Plan of Bed Bath & Beyond Inc. and Its Debtor Affiliates, attached as Exhibit A to the Confirmation Order (the “Plan”).

13. On September 29, 2023, the Debtors filed the Notice of (I) Entry of the Order (A) Approving the Disclosure Statement on a Final Basis and (B) Confirming the Second Amended Joint Chapter 11 Plan of Bed Bath & Beyond Inc. and its Debtor Affiliates and (II) Occurrence of Effective Date [Docket No. 2311].

14. Pursuant to the Administrative Fee Order, A&M submitted five monthly fee statements during the Interim and Final Application Period — the First, Second, Third, Fourth, and Fifth Fee Statements [Docket Nos. 1159, 1683, 2096, 2294, and 2399 (the “Fee Statements”). Certifications of no objection were filed for each of the Fee Statements [Docket Nos. 1391, 1899, 2174, 2449, and 2488]. The following is a summary of allowances requested in those Fee Statements, plus estimated fees for the preparation of this Application:

Date [Docket]	Filing Period	Requested Fees	Requested Expenses	Allowed Fees	Allowed Expenses	Fees/Expenses Paid	Unpaid
6/30/2023 [1159]	5/10/2023 – 5/30/23	\$699,374.50	\$649.19	\$559,499.60	\$649.19	\$560,148.79	\$139,874.90
7/31/2023 [1683]	6/01/2023 – 6/31/2023	\$987,051.50	\$7,413.18	\$789,641.20	\$7,413.18	\$797,054.38	\$197,410.30
8/30/2023 [2096]	7/01/2023 – 7/31/2023	\$673,897.00	\$1,061.56	\$539,117.60	\$1,061.56	\$540,179.16	\$134,779.40
9/27/2023 [2294]	8/01/2023 – 8/31/2023	\$657,495.00	\$519.02	\$525,996.00	\$519.02	\$526,515.02	\$131,499.00
10/2/2023 [2399]	9/1/2023 – 9/29/2023	\$219,830.00	\$210.00	\$175,864.00	\$210.00	\$176,074.00	\$43,966.00
Interim and Final Fee Application Preparation		\$12,500.00	\$0.00	\$0.00	\$0.00	\$0.00	\$12,500.00
<b>TOTAL</b>		<b>\$3,250,148.00</b>	<b>\$9,852.95</b>	<b>\$2,590,118.40</b>	<b>\$9,852.95</b>	<b>\$2,599,971.35</b>	<b>\$660,029.60</b>

15. As of the filing of this Application, A&M has received \$2,590,118.40 in fees and \$9,852.95 in expenses pursuant to the Administrative Fee Order for Fee Statements filed during this Interim and Final Application Period.

### **SUMMARY OF SERVICES RENDERED**

16. A&M provided significant services to the Committee in connection with this Chapter 11 case and on behalf of the Committee in accordance with the A&M's professional responsibilities during the Interim and Final Fee Application Periods. The services rendered were necessary to the administration of this Chapter 11 case and the representation of the interests of the investors and creditors which comprise the Committee. Such services include, but were not limited to:

#### ***Potential Avoidance Actions / Litigation Matters (1,723.0 hours)***

17. During the Interim and Final Application Period, A&M investigated the Debtors' historical transactions for potential causes of action. A&M performed research and analysis

regarding investor prepetition activity and performed detailed analyses regarding potential asset recoveries. A&M developed prepetition event timelines to assist in determining potential causes of action. A&M also performed ongoing research and analysis in support of the preference analysis performed by ASK.

***Financial and Operational Matters (630.4 hours)***

18. During the Interim and Final Application Period, A&M reviewed and analyzed several thousand documents produced by the Debtors related to workstreams being performed for the Committee, including analyses related to historical transactions, leases, valuation and insider payments. A&M also created and maintained a diligence tracker to monitor the Debtors' document production and their responsiveness to informal and Rule 2004 documents requests.

***Cash Budget (458.3 hours)***

19. During the Interim and Final Application Period, A&M analyzed numerous versions of the Debtor's cash flow budget, corresponding budget to actual variance reports and operational reports, and prepared related presentations for the Committee summarizing the Debtors' financial performance, liquidity position and potential recoveries. A&M also evaluated the Debtors' post-confirmation winddown cash budget.

***Employee Matters (322.0 hours)***

20. During the Interim and Final Application Period, A&M analyzed the Debtors' executive compensation programs and disbursements made to the Debtors' insiders. A&M conducted benchmarking analyses of the Debtors' executive salary and bonuses and reviewed employment and severance agreements and internal compensation analyses for potential causes of actions. A&M also prepared several related presentations for the Committee related to

executive compensation.

***Valuation (285.1 hours)***

21. During the Interim and Final Application Period, A&M performed an analysis to determine the Debtors' historical solvency and analyzed the value of assigned and rejected leases.

22. In support of this Application, A&M has provided the following exhibits attached hereto for this Fee Statement: (i) Exhibit "A" is a copy of the Retention Order of Alvarez & Marsal North America, LLC (ii) Exhibit "B" is the itemized daily time records by project category during the Interim and Final Application Period, whereby such time records reflect that A&M has expended 4,572.7 hours for services rendered on behalf of the Committee, resulting in total professionals' fees in the amount of \$3,237,648.00, (iii) Exhibit "C" is the itemized expense detail during the Interim and Final Application Period and (iv) Exhibit "D" is a Certification of Mark Greenberg in support of this Application.

23. The time records have been maintained by A&M contemporaneously with the services rendered. The services provided have been itemized at 0.1 hour intervals.

**BASIS FOR RELIEF REQUESTED**

24. Section 330 of the Bankruptcy Code provides that a professional retained under section 327 of the Bankruptcy Code may apply to the Court for a final award of compensation or reimbursement of expenses on notice to parties in interest and the United States Trustee and a hearing. Section 331 of the Bankruptcy Code provides that a professional retained under section 327 of the Bankruptcy Code may apply to the Court for an interim award of compensation or reimbursement of expenses not more than once every 120 days, unless the court permits more frequent applications. 11 U.S.C. § 331. This is A&M's first application for an

interim award of compensation and expenses, and its final application for compensation and expenses.

25. The standards for a final award of compensation and expenses under § 330 also govern an interim application. 11 U.S.C. § 331. Section 330(a)(1) permits an award of either:

- i. “[R]easonable compensation for actual, necessary services rendered”; and
- ii. “[R]eimbursement for actual, necessary expenses.”

26. Section 330 further provides guidance as to the relevant considerations for analyzing whether the requested compensation is reasonable:

(3) In determining what constitutes reasonable compensation...the court shall consider the nature, the extent, and the value of such services, taking into account all relevant factors, including –

1. The time spent on such services;
2. The rates charges for such services;
3. Whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;
4. whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;
5. with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field; and
6. whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title. 11 U.S.C. § 330(a)(3)(A)–(F)

### **RELIEF REQUESTED**

27. A&M seeks an interim award for services rendered and expenses incurred from May 10, 2023, through and including September 29, 2023, the Effective Date under the Plan. A&M also seeks a final award for services rendered and expenses incurred for the period from May 10, 2023 through September 29, 2023.

28. Specifically, A&M seeks an interim and final award of fees in the amount of \$3,250,148.00 in professionals' fees and \$9,852.95 in expenses for a total award of compensation in the amount of \$3,260,000.95 incurred for professional services rendered during the Interim and Final Application Period. A&M hereby seeks full interim and final allowance of its fees and expenses as detailed above and authorization for the Debtors to pay such balance, less amounts already paid pursuant to the Administrative Fee Order.

29. A&M expressly incorporates by reference the Fee Statements, including the exhibits in support thereof, which include A&M's professional time and expense records for the Interim and Final Application Period.

30. A&M respectfully submits that the hourly rates for each professional involved in this matter, as well as the awards requested herein, are reasonable under the circumstances. Time spent was kept to the minimum reasonably necessary to render effective service. There has been minimal, if any, duplication of services.

31. Various personnel of A&M worked on the matters in this bankruptcy case depending on the expertise required. Mark Greenberg has served as the lead professional in this case, working closely with other personnel of A&M.

32. The Affidavit of Mark Greenberg is annexed hereto as **Exhibit D**, which is submitted in accordance with the provisions of Section 504 of the Bankruptcy Code.

33. A&M submits that the fees and expenses requested herein are reasonable and necessary given the issues encountered in this case.

**WHEREFORE**, A&M respectfully requests that the Court:

34. Award interim compensation in the amount of \$3,250,148.00 in professionals' fees and \$9,852.95 in expenses for a total award of compensation in the amount of



\$3,260,000.95.

35. Award final compensation in the amount of \$3,250,148.00 in professionals' fees and \$9,852.95 in expenses for a total award of compensation in the Final Amount of \$3,260,000.95;

36. Authorize and direct the Debtors and winddown Debtors to pay A&M **\$660,029.60**, reflecting such compensation, less any amount already paid pursuant to the Administrative Fee Order, per 11 U.S.C. §§ 330 and 331;

37. Afford A&M such other and further relief as the Court deems just and proper.

Dated: November 10, 2023

**ALVAREZ & MARSAL NORTH  
AMERICA, LLC**

By: /s/ Mark Greenberg

Mark Greenberg

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*Financial Advisor to the Official Committee of  
Unsecured Creditors*